



UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
WASHINGTON, D.C. 20460

October 20, 2016

OFFICE OF CHEMICAL SAFETY
AND POLLUTION PREVENTION

DON O'SHAUGHNESSY, PH.D
D. O'SHAUGHNESSY CONSULTING, INC., AGENT FOR
AGRIA S.A.
427 HIDE AWAY CIRCLE
CUB RUN, KY 42729

Dear Registrant:

Subject: Change of Name and Ownership of Company Number **89333**

Pursuant to your letter and agreement of September 09, 2016 (received by the Agency on September 13, 2016) we have approved the change in name and ownership of EPA company number **89333** from **AGRIA CANADA, INC.** to:

MR. LAZAR KOCHIEV
AGRIA S.A.
ASENOVGRADSKO SHOSE
PLOVDIV 4009
BULGARIA

Agent:

DON O'SHAUGHNESSY, PH.D
D. O'SHAUGHNESSY CONSULTING, INC., AGENT FOR
AGRIA S.A.
427 HIDE AWAY CIRCLE
CUB RUN, KY 42729

The effective date of this change is the date of this letter.

You should indicate the new company designation, new EPA Registration Number and new Establishment Number (if it has changed) on the labeling at the next printing which should occur no later than 18 months after the effective date of this transfer. After 18 months, any product released for shipment must bear the new Registration Number and Establishment Number. If you intend to use the labels which currently appear on the transferor's product after the effective date of the transfer, but within the 18 month grace period, you must maintain complete and accurate records which identify by batch number, lot number, or other suitable description the quantities of such product bearing the transferor's label. Each container or package bearing the transferor's label which is released after the effective date of product registration transfer, must be clearly and accurately marked with the batch number, lot number or other descriptive designation used to identify the product in your records.

Supplemental distribution agreements of registered products do not transfer with the Section 3 registration. It is your responsibility as the registrant to notify any and all supplemental distributors of the transferred product(s) of this transfer agreement. If you wish to enter into supplemental distribution agreements of your product(s) under this new registration, the form "Notice of Supplemental Distribution

of a Registered Pesticide Product," EPA Form 8570-5, must be submitted to the Agency for each supplemental distributorship.

You are required to contact your local EPA Regional Office to determine what effect this transfer of pesticide registrations has on the pesticide production establishment registration.

It will not be necessary to submit labeling for review if the only changes are in the company designation and the EPA Registration Number. Other changes in the product and/or labeling may require EPA review and approval prior to initiation. In any correspondence on these products always refer to the U.S. EPA Registration Number listed above.

The transferred registration will have the same status under the Federal Insecticide, Fungicide and Rodenticide Act, as amended, 7 USC 136 et seq., as it had prior to the approval of this transfer.

When registrations are transferred from one company to a second company, all restrictions, data requirements, conditions (suspensions), and deadlines existing on the registrations are transferred with the registrations. The new company is responsible for adhering to or complying with all such restrictions, etc. on the acquired products.

In regard to deadlines, the transferee company is responsible for submitting all required data according to the schedules already established for the acquired products. Failure to do so will result in the issuance of a Notice of Intent to Suspend. Requests from transferee companies for additional time to submit, because they acquired the registration(s) after the 3(c)(2)(B) request was issued will not be granted. If a transferee company has other valid reasons for delays in the testing which were clearly outside of their control, then such requests for time extensions will be considered in accordance with the established procedures. Transfers occurring while a 3(c)(2)(B) request is being issued or during the 90-day response time are subject to the same conditions expressed above.

Registration is in no way to be construed as an endorsement or approval of these products by the Agency. In order to protect health and the environment, the Administrator, on his motion, may at any time suspend or cancel the registration of a pesticide in accordance with FIFRA.

Furthermore, the transfer of the subject registrations is approved under the condition that the annual maintenance fee obligation has been fully satisfied. The marginal maintenance fee is determined based solely on the total number of active section 3 and section 24(c) registrations held by the transferor. If the annual maintenance fee has not been fully satisfied, the transferee and transferor will be notified to comply within a specified time period or the affected registrations may be canceled.

By copy of this letter we are informing the transferor of these changes. If you have any questions about this transfer approval please contact Louis Vaughn at (703) 308-8114.

Sincerely,



Steve Robbins, Chief
Information Services Branch
Information Technology and Resources Management Div. (7504P)
Office of Pesticide Programs

RE: L_89333_COM_89333_10_20_2016

doc
D. O'Shaughnessy Consulting, Inc.

Sept. 9, 2016

Mr. Louis Vaughn
US EPA (4501P)
Document Processing Desk (XFER)
Room S-4900
2777 S. Crystal Drive
Arlington, VA 22202

Dear Mr. Vaughn,
RE: Absorption of Agria Canada, Inc. into its parent company, Agria S.A.

D. O'Shaughnessy Consulting, Inc. is listed as Agent for both parties to this transfer.

Please be hereby notified that Agria Canada, Inc., Company Number 89333 has changed ownership, name, and address as follows:

FROM: Agria Canada, Inc.
207 Bank St. Ste 412
Ottawa, ON CANADA K2P 2N2

TO: Agria S.A.
Plovdiv, Bulgaria, 4009
New direct telephone contact is: +359 2 915 0500

The US Agent remains D. O'Shaughnessy Consulting, Inc., 427 Hide Away Circle, Cub Run, KY 42729 ph. 270-524-5633 / cell 270-537-5139, email doctox@mac.com

Enclosed are a transfer agreement, in English translation. The notarial certificate is found on the reverse side of the last page of the original document which was conducted in Bulgarian.

Labels will be updated at next printing.

To my knowledge and belief, the information provided here is true and correct under penalty of 18 USC 1001.

Sincerely,



Don O'Shaughnessy

COMPANY NUMBER TRANSFER AGREEMENT

(Used for EPA Company Number Transfer)

Reference: 40 CFR § 152.135 and 40 CFR § 152.98

Notification is made this 9th day of September, 2016, by and between the TRANSFEROR Agria Canada, Inc. and the TRANSFEREE Agria S.A.. In consideration of mutual covenants and agreements made and/or for good and valuable consideration, the parties agree as follows:

1. **PARTIES**. For the purpose of this Agreement, "Parties" shall mean:

a) TRANSFEROR (Former Entity):

EPA Company Number: 89333

Name: Agria Canada, Inc.

Address: 207 Bank. St., Ste 412

City: Ottawa ON, Canada Zip: K2P 2N2

State of Incorporation: Ontario

Name of Authorized Representative: Don O'Shaughnessy

Title of Authorized Representative: Agent

Original Signature of Authorized Representative: 

Date Signed: Sept. 9, 2016

b) TRANSFEREE (New Entity Name and Address):

Name: Agria S.A.

Address: Asenovgradsko Shose

City: Plovdiv Bulgaria Zip: 4009

State of Incorporation: Bulgaria

Name of Authorized Representative: Don O'Shaughnessy

Title of Authorized Representative: Agent

Original Signature of Authorized Representative: 

Date Signed: Sept. 9, 2016

2. **REGISTRATION**. For the purpose of this Agreement, "Registration" shall mean ALL Product Registrations under this Company Number.

3. **REGISTRATION ASSIGNMENT**. Transferor does hereby irrevocably transfer to the Transferee all right, title and interest in the above mentioned EPA registrations.

4. **DATA ASSIGNMENT**. Transferor does hereby irrevocably transfer to the Transferee all rights, titles and interest in the items of data owned by and related to this EPA Company Number, listed in APPENDIX A .

5. WARRANTY OF TITLE. Transferor warrants that it is the lawful owner of the property hereby conveyed and that such property (registrations and/or data) shall not serve as collateral or otherwise secure any loan or other payment arrangement or executory promise, and that the registration(s) and/or data shall not revert to the transferor unless a new transfer agreement is submitted to and approved by the Agency.

6. REASON FOR TRANSFER. Absorption of Agria Canada, Inc., a wholly-owned subsidiary of Agria S.A., and subsequent closure of Agria Canada as a separate entity.

7. FALSE STATEMENTS. The Transferor and Transferee understand that any false statement regarding these documents may be punishable under **18 U.S.C. 1001**.

8. TRANSFeree ACKNOWLEDGEMENT. Transferee acknowledges that his rights and duties concerning registration under FIFRA and Title 40, Chapter 1, Subchapter E of the Code of Federal Regulations will be deemed by EPA to be the same as those of the Transferor at the time the transfer is approved.

TRANSFEROR AFFIRMATION STATEMENT

Reference: 40 CFR § 152.135(c) and 40 CFR § 152.98(b)

The TRANSFEROR Agria Canada, Inc. hereby affirms that:

- (1) The person signing the transfer agreement is authorized by the registrant and/or original data submitter to bind the transferor;
- (2) No court order prohibits the transfer, and any required court approvals (if any) have been obtained; and
- (3) The transfer is authorized under all relevant Federal, State and local laws and all relevant corporate charters, bylaws, partnerships, or other agreements.



Date: Sept. 9, 2016

Nikolay Neytchev, President
Authorized Representative's Name and Title]

NOTARIAL CERTIFICATE: see attached documents

TRANSFER AGREEMENT

Reference: 40 CFR § 152.135 and 40 CFR § 152.98

Notification is made this 1st day of August, 2016, by and between the TRANSFEROR: Agria Canada, Inc. and the TRANSFEREE: Agria S.A. In consideration of mutual covenants and agreements made and/or for good and valuable consideration, the parties agree as follows:

1. **PARTIES**. For the purpose of this Agreement, "Parties" shall mean:

a) **TRANSFEROR** (Current Registrant and data submitter):

EPA Company Number: 89333),

Name: Agria Canada, Inc.

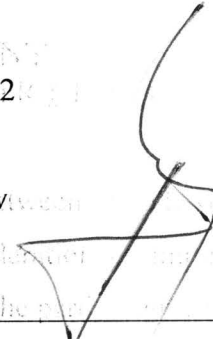
Address: 207 Bank St. Suite 412,

City: Ottawa, Ontario, Canada Postal Code: K2P 2N2

Province of Incorporation: Ontario, Canada

Name of Authorized Representative: Nikolay Neytchev

Title of Authorized Representative: President

Original Signature of Authorized Representative: 

Date Signed: 1.08.2016

b) **TRANSFEREE** (Company Receiving Registrations and data):

EPA Company Number: 88475

Name: Agria S.A.

Address: Asenovgradsko Shose

City: 4009 Plovdiv, Bulgaria

Place of Incorporation: Bulgaria

Name of Authorized Representative: Lazar Kochiev

Title of Authorized Representative: Executive Director

Original Signature of Authorized Representative: 

Date Signed: 1.08.2016

Contact Information for USA:

Don O'Shaughnessy, Agria S.A., 427 Hide Away Circle, Cub Run, KY 42729, tel. 270-524-5633, email doctox@mac.com

Certificates of Incorporation are appended in Appendix B

2. **REGISTRATION.** For the purpose of this Agreement, “Registration” shall mean the following EPA registration numbers and product names:

EPA Registration Number	Product Name
89333-1	Fortuna 75 WDG Fungicide Fungicide
89333-2	Mancozeb 80 WP Manufacturing Concentrate
89333-3	Mancozeb Technical
89333-4	Mancozeb 85 WP Manufacturing Use Concentrate

NOTES:

- Agria Canada, Inc. is a wholly-owned subsidiary of Agria S.A. and will be closed as a separate entity after this transfer is approved. For sake of clarity in States, Agria S.A. would prefer to absorb retain the company number 89333 on its products
- Agria S.A. is aware of the Mancozeb Data Call-in of June 23, 2016, and intends to respond in place of Agria Canada, Inc.

3. **REGISTRATION ASSIGNMENT.** Transferor does hereby irrevocably transfer to the Transferee all rights, titles and interest in the EPA registration listed in this document.

4. **DATA ASSIGNMENT.** Transferor does hereby irrevocably transfer to the Transferee all rights, titles and interest in the items of data named herein. Data that are specifically part of this ASSIGNMENT are listed in APPENDIX A.

5. **WARRANTY OF TITLE.** Transferor warrants that it is the lawful owner of the property hereby conveyed and that such property (registrations and/or data) shall not serve as collateral or otherwise secure any loan or other payment arrangement or executory promise, and that the registration(s) shall not revert to the transferor unless a new transfer agreement is submitted to and approved by the Agency.

6. **REASON FOR TRANSFER.** Re-integration of Agria Canada, Inc. into its owner, Agria S.A.

7. **FALSE STATEMENTS.** The Transferor and Transferee understand that any false statement regarding these documents may be punishable under 18 U.S.C. 1001.

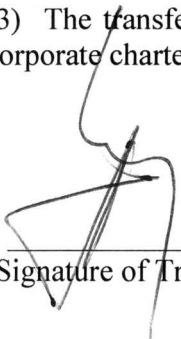
8. **TRANSFEEE ACKNOWLEDGEMENT.** Transferee acknowledges that his rights and duties concerning registration under FIFRA and Title 40 of the Code of Federal Regulations will be deemed by EPA to be the same as those of the Transferor at the time the transfer is approved.

TRANSFEROR AFFIRMATION STATEMENT

Reference: 40 CFR § 152.135(c) and 40 CFR § 152.98(b)

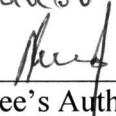
The TRANSFEROR Agria Canada, Inc. hereby affirms that:

- (1) The person signing the transfer agreement is authorized by the registrant and/or original data submitter to bind the transferor;
- (2) No court order prohibits the transfer, and
- (3) The transfer is authorized under all relevant Federal, State and local laws and all relevant corporate charters, bylaws, partnerships, or other agreements.


[Signature of Transferor's Authorized Representative] Date: Neytchev Nikolay
01.08.2016

Name of Authorized Representative: Nikolay Neytchev

Title of Authorized Representative: President

Lazar Ivanov Kochiev

[Signature of Transferee's Authorized Representative] Date: 01.08.2016

Name of Authorized Representative: Lazar Kochiev

Title of Authorized Representative: Executive Director

NOTARIAL CERTIFICATE

Translation from Bulgarian

**MINISTRY OF JUSTICE
REGISTRY AGENCY**

1111 Sofia, 20 Elisaveta Bagryana Str.

www.registryagency.bg

Tel: 9486 181, Fax: 9486 194

office@registryagency.bg

C E R T I F I C A T E

Ref. No 20160330115102 / 30.03.2016

The Registry Agency hereby certifies that in the file of **AGRIA SA, UIC 115006106** in the Commercial Register, the following entries have been made in "Registration data" Chapter and "Stated Acts" Chapter as at 30.03.2016:

"Registration data" Chapter

General Information Section

Identification

1. UIC **115006106**
AGRIA SA
1463/1997 530

General Status Section

Principal circumstances

2. Company **AGRIA**
3. Legal form **Joint-stock company**
4. Name written in a foreign language **AGRIA**
5. Headquarters and registered office **ASENOVGRADSKO SHOSE STR.**
Plovdiv Municipality, South District
4004 Plovdiv, County of Plovdiv;
BULGARIA
6. Scope of activities **MANUFACTURE OF PLANT PROTECTION PRODUCTS,**
TRADE IN THE COUNTRY AND ABROAD
10. Representatives **Lazar Ivanov Kochiev, Personal ID No 7508154523;**
country: BULGARIA
13. Board of Directors **Date of mandate expiry: 30.04.2020**
STEFAN IVANOV GRADINAROV, Personal ID No
6102276327
Lazar Ivanov Kochiev, Personal ID No 7508154528;



Request ID: 014214744
Demande n°:
Transaction ID: 047540715
Transaction n°:
Category ID: CT
Catégorie:

Province of Ontario
Province de l'Ontario
Ministry of Government Services
Ministère des Services gouvernementaux

Date Report Produced: 2012/05/02
Document produit le:
Time Report Produced: 16:01:44
Imprimé à:

Certificate of Incorporation Certificat de constitution

This is to certify that

Ceci certifie que

AGRIA CANADA INC.

Ontario Corporation No.

Numéro matricule de la personne morale en
Ontario

002326589

is a corporation incorporated,
under the laws of the Province of Ontario.

est une société constituée aux termes
des lois de la province de l'Ontario.

These articles of incorporation
are effective on

Les présents statuts constitutifs
entrent en vigueur le

MAY 02 MAI, 2012



Director/Directrice

Business Corporations Act/Loi sur les sociétés par actions

ДОГОВОР ЗА ПРЕХВЪРЛЯНЕ

Референтни номера: 40 CPR§ 152.135 и 40 CPR§ 152.98

Известието е от 1 август 2016 г. от и между ПРЕХВЪРЛИТЕЛЯ: Агрия Канада, Инк. и ПРИОБРЕТАТЕЛЯ: Агрия АД. Като вземат предвид взаимните съглашения и споразумения, сключени на добра воля и въз основа на ценностите, страните се договарят за следното::

1. СТРАНИ За целите на настоящия договор „Страни“ означава::

1) ПРЕХВЪРЛИТЕЛ (актуален регистратор и предоставящ данни) :

Номер на дружеството, предоставен от
Агенцията по опазване на околната среда
на САЩ (ЕРА): 89333), Наименование:

Агрия Канада, Инк., адрес:

Ул. „Банк“ № 207, ап. 412,

Град: Отава, Онтарио, пощенски код в Канада: K2P 2N2

Провинция, в която е учредено: Онтарио, Канада

Име на упълномощения Николай Нейчев

представител: Длъжност на Председател

упълномощения представител:

Оригинален подпис на упълномощения представител:

Дата на подписване: 1.08.2016 г.

2) ПРИОБРЕТАТЕЛ (дружество, което получава регистрации и данни) Номер на дружество, предоставен от ЕРА: 88475

Име: Агрия АД

Адрес: Асеновградско шосе

град: 4009 Пловдив,

България, място на регистрация:

България

Име на упълномощения Лазар Кочиев
представител:

Длъжност на упълномощения представител: Изпълнителен директор

Оригинален подпис на упълномощения представител:

Дата на подписване:

1.08.2016 г.

Информация за контакти за САЩ:

Дон О'Шонеси, Агрия С.А., Хайд Ауей Съркъл № 427, Къл Рън, КУ 42729, тел.: 270-524-5633,

Електронен адрес doctox@mac.com

Учредителните актове са поместени в Приложение Б

2. **РЕГИСТРАЦИЯ** За целите на настоящия договор „Регистрация“ означава следните номера на регистрация от ЕРА и наименования на продукти:

Регистрационен номер по ЕРА	Наименование на продукта
89333-1	Фортуна 75 WDG Фунгицид Фунгицид
89333-2	Манкоцеб 80 ВП Производствен концентрат
89333-3	Манкоцеб Технически
89333-4	Манкоцеб 85 ВП Концентрат за употреба в производството

БЕЛЕЖКИ:

- Агрия Канада, Инк.е дъщерно дружество, собственост на Агрия С.А.и в настоящия договор ще се разглежда като отделен субект, след одобрение на прехвърлянето. За по-голяма яснота в САЩ, Агрия С.А. предпочита да запази върху продуктите си номера на дружеството 89333
- Агрия АДе наясно с покана за за изпращане на данни за Манкоцеб от 23 юни 2016 г. и възнамерява да отговаря от името на Агрия Канада, Инк.

3. **ПРЕХВЪРЛЯНЕ НА РЕГИСТРАЦИЯ** С настоящото прехвърлителят неотменимо прехвърля на приобретателя всички права, дялове и участия в изброените по-долу регистрации по ЕРА.

4. **ПРЕХВЪРЛЯНЕ НА ДАННИ** С настоящото прехвърлителят неотменимо прехвърля на приобретателя всички права, дялове и участия по отношение на изброените в документа данни. Данните, които са конкретна част от настоящото ПРЕХВЪРЛЯНЕ са изброени в ПРИЛОЖЕНИЕ А.

5. **ГАРАНЦИЯ НА ДЯЛОВЕ** Прехвърлителят гарантира, че е законен собственик на предоставената с настоящото собственост и че тази собственост (регистрации и/или данни) няма да служи като обезпечение по заеми или други финансови задължения или запис на заповед, както и че регистрацията(ите) няма да бъдат върнати обратно на прехвърлителя, освен в случаите, когато Агенцията е получила и одобрила нов договор за прехвърляне.

6. **ОСНОВАНИЯ ЗА ПРЕХВЪРЛЯНЕТО** Сливане на Агрия Канада, Инк. със собственика Агрия АД.

7. **ИЗЯВЛЕНИЯ С НЕВЯРНО СЪДЪРЖАНИЕ** Прехвърлителят и приобретателят са наясно с носенето на наказателна отговорност по Закон № 18 1001 на САЩ, че изявления с невярно съдържание във връзка с настоящите документи.

8. **ДЕКЛАРАЦИЯ НА ПРИОБРЕТАТЕЛЯ** Приобретателят декларира, че правата и задълженията му по отношение на Федералния закон за инсектицидите, фунгицидите и родентицидите (FIFRA) и член 40 от Кодекса на федералните регламенти ще се считат от ЕРА като тези на прехвърлителя към момента на одобряване на прехвърлянето.

ПОТВЪРДИТЕЛНА ДЕКЛАРАЦИЯ НА ПРЕХВЪРЛИТЕЛЯ

Референтни номера: 40 CPR§ 152.135(c) и 40 CFR § 152.98(b)

С настоящото прехвърлителят, Агрия Канада, Инк., потвърждава, че:

- (1) Лицето, което подписва договора за прехвърляне, е упълномощено от регистратора и/или първоначалния източник на данни да извърши правнообвързващото действие;
- (2) Прехвърлянето не е забранено със съдебна заповед и
- (3) Прехвърлянето е разрешено от всички приложими федерални, щатски и местни закони, както и от всички приложими корпоративни харти, устави, споразумения за партньорство или други споразумения.

Дата: 01.08.2016г.
[Подпис на упълномощения представител на прехвърлителя]
Николай Нейчев

Име на упълномощения
представител:

Николай Нейчев
Председател

Длъжност на упълномощения
представител:

Лазар Шанев Кочиев
Дата: 01.08.2016г.
[Подпис на упълномощения представител на приобретателя]

Име на упълномощения
представител:

Лазар Кочиев,
изпълнителен

Длъжност на упълномощения
представител:

директор

НОТАРИАЛНО УДОСТОВЕРЕНИЕ

XOR

**Summary Information For
Company 89333, AGRIA CANADA, INC.**


Company No: 89333
Company Name: AGRIA CANADA, INC.
Division Name: C/O D. O'SHAUGHNESSY CONSULTING, INC.
Office Name:
Branch Name:
Agent Name: D. O'SHAUGHNESSY CONSULTING, INC.
Agent Contact: DON O'SHAUGHNESSY, PH.D
Agent Phone: (270) 524-5633
Official Address: 427 HIDE AWAY CIRCLE
CUB RUN, Kentucky 42729
UNITED STATES
Date of Current Update: 29-Jan-2015
Reason for Current Update: Letter

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Last updated on September 12, 2014. Version 1.13
<https://w2032pcctr562.aa.ad.epa.gov/pls/prism10p>

xee

Summary Information For *Company 89333, AGRIA S.A.*

Company No: 89333
Company Name: AGRIA S.A.
Division Name:
Office Name:
Branch Name:
Agent Name: D. O'SHAUGHNESSY CONSULTING, INC.
Agent Contact: DON O'SHAUGHNESSY, PH.D
Agent Phone: (270) 524-5633 
Official Address: 427 HIDE AWAY CIRCLE
CUB RUN, Kentucky 42729
UNITED STATES
Date of Current Update: 20-Oct-2016
Reason for Current Update: Company Ownership Transfer